

STATE OF ALABAMA )

SHELBY COUNTY )

**ARTICLES OF ORGANIZATION  
OF  
R PROPERTIES, LLC**

The undersigned, desiring to form a limited liability company pursuant to the laws of the State of Alabama, certifies as follows:

1. The name of the limited liability company is R Properties, LLC.
2. The existence of the limited liability company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and its duration shall be perpetual; provided, however, that the limited liability company shall be dissolved (a) upon the written consent of all of the members; (b) as provided in the Operating Agreement; or (c) as may be required by the Alabama Limited Liability Company Act.
3. The purpose for which this limited liability company is organized is to engage in the transaction of any and all lawful business for which limited liability companies may be organized under the laws of the State of Alabama.
4. The location and mailing address of the initial registered office shall be 4639 Highway 280 East, Birmingham, Alabama 35242, and the name of the initial registered agent at said address shall be Lee Rogoff.
5. The name of the initial member of the limited liability company is Lee Rogoff, and the address of the initial member is 4639 Highway 280 East, Birmingham, Alabama 35242.
6. The members of the limited liability company shall have the right to admit additional members to the limited liability company, as provided in the Operating Agreement.
7. The limited liability company shall be managed by its members.

March IN WITNESS WHEREOF, the undersigned has affixed hand and seal on this 22 day of March, 2006.

  
\_\_\_\_\_  
Lee Rogoff

(MEMBER)

This instrument was prepared by:  
Maurice L. Shevin  
Sirote & Permutt, P.C.  
P.O. Box 55727  
Birmingham, AL 35255-5727